61288, Houston TX 77208 (Houston	TRICT OF TEXAS P.O.Box Division)	PROOF OF CLAIM		
Name of Debtors	Case Number			
Stage Stores, Inc., a Delaware corporationSpecialty Retailers, Inc., a Texas corporationSpecialty Retailers, Inc. (NV), a Nevada corporation	00-35078-H2-11 00-35079-H2-11 00-35080-H2-11	788-11314 Creditor ID#:		
*place an "x" beside the name of the Debtor you are filing a clair against	Tİ	United States Bankruptcy Court Southern District of Texas		
Name of Creditor (The person or other entity to whom the debtor own money or property): Cherry Republic	Check box if you are aware that anyone else a filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	JUL 0 3 2000		
Name and address where notices should be sent: ***********************************	Check box if you have never received any notices from the bankruptcy court in this case	Michael N. Milby, Clerk		
6026 S Lake Street Glen Arbor MI 49636-0677 [.	Check box if the address differs from the address on the envelope sent to you by the court.			
Account or other number by which creditor identifies debtor:	Check here replaces if this claim amends a prev	viously filed claim, dated:		
1. Basis for Claim Claim Goods sold Services performed Money loaned	Retiree benefits as defined in 11 U.S.C. § 1114(a) Wages, salaries, and compensation (Fill out below) Your SS#: Unpaid compensation for services performed from			
Personal injury/wrongful death Taxes				
<u> </u>	from to			
Taxes		(date)		
Taxes Other	3. If court judgment, date of applete Item 5 or 6 below.	(date) otained:		
Taxes Other	3. If court judgment, date of a special specia	otained: Attach itemized statement of all interest or unsecured priority claim		
Taxes Other	from	Attach itemized statement of all interest or unsecured priority claim 1: 2 \$4,300),* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 lan - 11 U.S.C. § 507(a)(4). lase, lease, or rental of property or services for		
Taxes Other	fromto	Attach itemized statement of all interest or unsecured priority claim (a) \$4,300),* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (b) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (b) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (c) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (d) \$1,000,* earned within 90 days		
	from	Attach itemized statement of all interest or unsecured priority claim (a) \$4,300),* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (b) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (a) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (b) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (c) \$1,000,* earned within 90 days before filing of the debtor's business, whichever is earlier - 11 (d) \$1,000,* earned within 90 days		

Cherry Republic, Inc.

Invoice

P.O. Box 677, 6026 S. Lake St. Glen Arbor, MI 49636 231-334-3150 Tax ID # 38-2933781

DATE	INVOICE #		
5/19/2000	5215		

BILL TO

Specialty Retailers, Inc. Merchandise Payables Dept P.O.Box 35167

Houston, TX 77235-5167 Attn: Marjory Owen

SHIP TO

Stage Milliken's 204 E. Front St Traverse City, MI 49684

DEPT. 132

P.O. NUMBER	TERMS	REP	SHIP	VIA	F.O.B.	Р	ROJECT
Laura/Fax	Net 30	KH	5/25/2000	Delivery	6026 S. Lake		
QUANTITY	ITEM CODE	DESCRIPTION			PRICE	EACH	
48	WDC3	WHSL 3 oz Bag Dried Cherries WHSL Chocolate Covered Cherries - 3 oz.				1.75	84.00
48	W3C3					1.75	
48 WIC3		WHSL - Im	WHSL - Imperial Chocolate Covered Cherries -		ries -	1.85	84.00 88.80
		3oz bags					
<i>72</i>	WCPAT8	WHSL Ch	erry Sour Patch	es - 8 oz.		1.95	140.46
48	WNM8	WHSL Cho	erry Nut Mix 8	oz,		3.40	163.26
48	WTM8	WHSL Ch	erry Trail Mix -	8 oz		2.55	122.46
24	WLIC	WHSL Ch	erry Licorice - 8	oz.		1.30	31.26
72	WBALLS	WHSL Ch	erry Sour Balls	- 80z bag		1.30	93.66
24	WJAL	WHSL Ch	erry Almond Bu	tter		2.35	56.40
24	WSYR	į.	erry Syrup - 12			3.35	80.40
24	<i>WBBQ</i>	WHSL Cha	erry BBQ Sauce	e - 17 oz		3.35	80.46
24	WTEA		d Cherry Tea -			1.30	31.26
48	WSOAP	WHSL Ch	erry Almond O	atmeal Soap		2.50	120.00
		Sales Tax	•	_		6.00%	0.00
						•	
	,	•	H 31 - 14-1	41. • •	Tota	<u> </u>	\$1,176.00